

Cherry Hill Mortgage Investment Corp  
Form SC 13G/A  
February 14, 2014

---

---

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**SCHEDULE 13G/A**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)\***

**Cherry Hill Mortgage Investment Corporation**

(Name of Issuer)

**Common Stock, par value \$0.01 per share**  
(Title of Class of Securities)

**164651101**  
(CUSIP Number)

December 31, 2013  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)

o Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 2 of 9 Pages

NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1

Boston Provident, L.P.  
 (22-3165822)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See  
 Instructions)

2

(a)   
 (b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

0

NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON

6

SHARED VOTING POWER

516,146

SOLE DISPOSITIVE POWER

7

WITH

0

SHARED DISPOSITIVE POWER

8

516,146

9  
 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

516,146

10  
 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

0  
 11  
 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.9%  
 12

TYPE OF REPORTING PERSON (See Instructions)

IA

---

---

CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 3 of 9 Pages

NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1  
 BP Master Fund, L.P.  
 (98-0685081)

2  
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See  
 Instructions)  
 (a)   
 (b)

3  
 SEC USE ONLY

4  
 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

	5	SOLE VOTING POWER
NUMBER OF		0
SHARES		
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY		480,008
EACH		
REPORTING	7	SOLE DISPOSITIVE POWER
PERSON		0
WITH		
	8	SHARED DISPOSITIVE POWER
		480,008

9  
 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

480,008

10  
 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11  
 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.4%

12

TYPE OF REPORTING PERSON (See Instructions)

PN

---

---

CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 4 of 9 Pages

NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1  
 Boston Provident Administration, Inc.  
 (57-1139665)

2  
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See  
 Instructions)

(a)   
 (b)

3  
 SEC USE ONLY

4  
 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

		SOLE VOTING POWER
	5	0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	6	SHARED VOTING POWER
		516,146
	7	SOLE DISPOSITIVE POWER
WITH		0
	8	SHARED DISPOSITIVE POWER
		516,146

9  
 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

516,146

10  
 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11  
 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.9%  
 12

TYPE OF REPORTING PERSON (See Instructions)

OO





CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 5 of 9 Pages

1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Orin S. Kramer

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See  
Instructions)

- (a)
- (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

0

6 NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON

SHARED VOTING POWER

516,146

7 SOLE DISPOSITIVE POWER

0

WITH

8 SHARED DISPOSITIVE POWER

516,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

516,146

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 6.9%

TYPE OF REPORTING PERSON (See Instructions)

IN

CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 6 of 9 Pages

**Item 1. (a) Name of Issuer**

Cherry Hill Mortgage Investment Corporation

**(b) Address of Issuer's Principal Executive Offices**

301 Harper Drive, Suite 110

Moorestown, NJ 08057

**Item 2.**

**(a) Name of Person Filing**

**(b) Address of Principal Business Office, or, if none, Residence**

**(c) Citizenship**

**Boston Provident, LP**

717 Fifth Avenue

New York, NY 10022

Delaware Limited Partnership

**BP Master Fund, L.P.**

717 Fifth Avenue

New York, NY 10022

Cayman Islands Limited Partnership

**Boston Provident Administration, Inc.**

717 Fifth Avenue

New York, NY 10022

Delaware Investment Management Company

**Orin S. Kramer**

717 Fifth Avenue

Edgar Filing: Cherry Hill Mortgage Investment Corp - Form SC 13G/A

New York, NY 10022

United States Citizen

**(d) Title of Class of Securities:** Common Stock, par value \$0.01 per share

**(e) CUSIP No.:** 164651101

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);

CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 8 of 9 Pages

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

The percentages used herein are calculated based upon the 7,500,000 Shares issued and outstanding as reported on the Company's Form 10-Q/A filed with the Securities and Exchange Commission on November 7, 2013.

**Boston Provident, LP**

- (a) Amount beneficially owned: 516,146
- (b) Percent of class: 6.9%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 516,146
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 516,146

**BP Master Fund, L.P.**

- (a) Amount beneficially owned: 480,008
- (b) Percent of class: 6.4%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 480,008
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 480,008

**Boston Provident Administration, Inc.**

- (a) Amount beneficially owned: 516,146
- (b) Percent of class: 6.9%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 516,146
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 516,146

**Orin S. Kramer**

- (a) Amount beneficially owned: 516,146
- (b) Percent of class: 6.9%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 516,146
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 516,146

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ ].

**Item 6. Ownership of More Than Five Percent on Behalf of Another Person**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person**

Not Applicable

**Item 8. Identification and Classification of Members of the Group**

Not Applicable

**Item 9. Notice of Dissolution of Group**

Not Applicable

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect



CUSIP No. 164651101

**SCHEDULE 13G/A**

Page 9 of 9 Pages

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2014

Boston Provident, L.P.

By: Duncan Huyler  
Name: Duncan Huyler  
Title: Chief Financial Officer

BP Master Fund, LP

By: Duncan Huyler  
Name: Duncan Huyler  
Title: Chief Financial Officer of Boston Provident, L.P.

Boston Provident Administration, Inc.

By: Duncan Huyler  
Name: Duncan Huyler  
Title: Chief Financial Officer of Boston Provident, L.P.

